MARVEL

THE WORLD'S GREATEST SUPER HERO!

The AMAZING SPIDER-MAN®

#25

THE OSBORN IDENTITY BEGINS HERE!

SLOTT
IMMONEN
VON GRAWBADGER
GRACIA
AND MANY MORE!

WHEN **PETER PARKER** WAS BITTEN BY A RADIOACTIVE SPIDER, HE GAINED THE PROPORTIONAL SPEED, STRENGTH, AND AGILITY OF A SPIDER; ADHESIVE FINGERTIPS AND TOES; AND THE UNIQUE PRECOGNITIVE AWARENESS OF DANGER CALLED "SPIDER-SENSE"! AFTER LEARNING THAT WITH GREAT POWER THERE MUST ALSO COME GREAT RESPONSIBILTY, HE BECAME THE CRIME-FIGHTING SUPER HERO CALLED…

The AMAZING SPIDER-MAN

THINGS HAVE BEEN BUSIER THAN EVER FOR PETER PARKER. HIS COMPANY, PARKER INDUSTRIES, HAS NOW HAS OFFICES IN SHANGHAI, LONDON AND SAN FRANCISCO, AND ITS SIGNATURE PRODUCT, WEBWARE, IS THE MUST-HAVE GADGET ON THE MARKET.

RECENTLY, IN ORDER TO STOP ONE OF HIS ENEMY'S SCHEMES, SPIDER-MAN HAD NO CHOICE BUT TO HACK INTO EVERY WEBWARE UNIT ON THE PLANET AND BROADCAST A SPECIFIC, HIGH PITCHED SIGNAL. WHILE DOING THIS SAVED COUNTLESS LIVES, THE WORLD AT LARGE NOW BELIEVES THAT WEBWARE IS A MALFUNCTIONING, DANGEROUS PIECE OF JUNK.

BUT THAT'S A SECONDARY CONCERN TO SPIDER-MAN RIGHT NOW, BECAUSE HE RECENTLY GOT A TIP ON THE LOCATION OF HIS ARCH-ENEMY: NORMAN OSBORN!

THE OSBORN IDENTITY PART ONE: "BUG HUNT"

DAN SLOTT WRITER
STUART IMMNONEN PENCILS
WADE von GRAWBADGER INKS
MARTE GRACIA COLORIST
VC's JOE CARAMAGNA LETTERING
ALEX ROSS COVER ARTIST

JOHN TYLER CHRISTOPHER (ACTION FIGURE); **DAVE JOHNSON** (VENOMIZED) **GIL KANE, JOHN ROMITA SR., AND JASON KEITH** (REMASTERED); **STUART IMMONEN, WADE von GRAWBADGER, AND MARTE GRACIA**
VARIANT COVER ARTISTS

ALLISON STOCK ASSISTANT EDITOR
DEVIN LEWIS ASSOCIATE EDITOR
NICK LOWE EDITOR
AXEL ALONSO EDITOR IN CHIEF
JOE QUESADA CHIEF CREATIVE OFFICER
DAN BUCKLEY PRESIDENT
ALAN FINE EXEC. PRODUCER

SPIDER-MAN CREATED BY **STAN LEE & STEVE DITKO**

© 2017 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. WWW.MARVEL.COM

LAS COLINAS ROJAS.
DRUG CAPITAL OF DELVADIA.

"NUMBER OF TARGETS?"

"FOUR ADULT MALES. ALL CARRYING."

"NO CIVILIANS?"

"THE AREA'S CLEAR. WE GOOD?"

40 km/h.

"SIGNAL YOUR DRONE. TAKE 'EM OUT."

FTT

PHT

FFT

PHTT

UNH--

"DONE."

"THAT *ALL* OF THEM?"

"YEAH."

"YOU SURE? WE THOUGHT WE PICKED UP--"

"I'VE RUN *MULTIPLE* SCANS. THERE'S NO ONE *ELSE* DOWN THERE."

SLOPPY.

STILL ALIVE.

DRUGGED? BUT WHO'D GO TO THE TROUBLE OF--?

AH. THE SPIDER.

"SPIDER-PODS ONE, TWO, AND THREE...

INTERFERING AGAIN. LIKE ALWAYS.

WHRRR

WHRKK

"...YOU ARE CLEARED FOR INSERTION."

"DIG IN, BOYS AND GIRLS!

"OPERATION *BUG-HUNT'S* A GO!"

WE'RE INSIDE. MY SOURCE WAS RIGHT. THIS TUNNEL SYSTEM IS *MASSIVE.*

THIS IS *NOT* YOUR STANDARD "SPIDER-HOLE."

AND *YOU'D* KNOW.

NO WITTY RETORT? NOTHING? SHEESH.

MOCKINGBIRD? WE DO NOT UNDERSTAND.

THE PREVIOUS TARANTULA, HE SAID SPIDER-MAN WAS FUNNY. ALWAYS CRACKING JOKES.

THERE'S NOTHING TO LAUGH ABOUT DOWN HERE.

C'MON. WE HAVE *WORK* TO DO!

FOLLOW ME! THEY *HAD* TO HAVE HEARD THAT.

WE DON'T HAVE THE ELEMENT OF SURPRISE. BUT IF *I* TAKE THE LEAD...

...MY SPIDER-SENSE SHOULD GIVE US *SOME* WARNING.

SO *THAT'S* YOUR ENTIRE PLAN? RUNNING IN HEAD-FIRST?

MY HEAD FIRST. YEAH.

S.H.I.E.L.D.? THIS IS TARANTULA, REQUESTING TO TAKE COMMAND OF THIS MISSION.

NEGATIVE ON THAT.

FURY! BOTH TARANTULA AND DEVIL SPIDER ARE TWO OF DELVADIA'S BEST OPERATIVES...

...WE DID NOT LOAN THEM TO YOU TO THROW THEIR LIVES AWAY!

AT EASE, GENERAL. SPIDEY STAYS IN CHARGE...

...AFTER ALL, HE'S THE ONLY ONE IN THERE WHO KNOWS WHERE HE'S GOING. AIN'T THAT RIGHT, WEB-HEAD?

PRETTY MUCH. EVERYONE, WE'RE TAKING A SHARP LEFT.

"SO YOU GONNA LET ME IN ON *HOW* YOU GOT THAT INTEL?"

LET'S JUST SAY...

"...SOMEONE OWED ME A FAVOR."

YOUR GREATEST ENEMY.

AND WHERE THEY'VE BEEN HIDING ALL THIS TIME.

PULL THIS STRING AND IT WILL LEAD YOU TO THEM.

WHO?

OSBORN.

YEAH, WE'RE IN THE RIGHT PLACE ALL RIGHT.

GOBLINS!

LIGHT 'EM UP, BOYS!

FLASH GRENADES! COVER YOUR--

GYAHH!

CAN'T SEE!

EVERYONE, FIND COVER! GET YOUR BEARINGS!

OOH. NICE DIGS.

DON'T WORRY, I'VE GOT THIS...

BRRAT BRAK AKK

K-KOW

...IT'S JUST A *SMALL* ARMY!

THWAK

MAY NEVER GET THIS CHANCE AGAIN. HAVE TO TAKE IT.

CHARGES SET. I CAN DO THIS. FOR EVERYTHING YOU'VE DONE...

...I CAN LIVE WITH THE COLLATERAL--

<YOU FEEL THAT?>*

<WHAT IS IT?>

<EARTHQUAKE!>

<EVERYONE, OUT OF YOUR HOUSES. AWAY FROM THE BUILDINGS!>

<ABUELA?>

<I'M HERE.>

*TRANSLATED FROM SPANISH.

NO! NOT NOW!

<WHAT ARE THOSE THINGS NEAR MY CAR?>

<RICO, BRING ONE OVER FOR ME.>

<YES, PAPA.>

BRAAAAAAAAAAAM

WHAT HAPPENED TO THAT IMPRESSIVE SPIDER-SENSE OF HIS?

HE WAS *SUPPOSED* TO WARN US OF ANY DANGER! IDIOT!

YOU WANT OUT? FINE. SPIDER-PODS ARE BACK THAT WAY.

STOP IT! I GET YOU'RE NOT ALWAYS A TEAM PLAYER...

...BUT TRUST ME! YOU *NEED* BACKUP ON THIS ONE!

FWAK

NO!

THOK

FTAM

I KNOW EXACTLY WHAT I NEED HERE.

I DON'T HAVE *TIME* FOR ANYONE WHO'S HOLDING ME BACK--

--OR IN *MY* WAY!

WHAP

UNDERSTOOD?!

WHAT'S GOTTEN INTO YOU?

YOU HAVE NO IDEA. WHAT I'VE BEEN THROUGH. WHAT I'VE LOST...

I *NEED* A WIN, BOBBI.

I WANT OSBORN!

WHAT ARE YOU TALKING ABOUT?

WE WERE TOLD YOU FOUND *EL FACOQUERO'S* HIDING PLACE.

OUR NATION'S GREATEST DRUG LORD AND GUN-RUNNER.

SAME THING.

THERE IS NO "EL FACOQUERO." NO VILLAIN CALLED "THE WARTHOG." THERE NEVER WAS.

JUST NORMAN OSBORN.

USING ANOTHER FACE AGAIN. ANOTHER FAKE IDENTITY!

BREAK INTO MY HOME?! MESS UP *MY STUFF!*

I'VE GUTTED MEN FOR LESS!

YES! THERE YOU ARE, NORMIE!

FOR ONCE, THIS *IS* ALL GOING ACCORDING TO PLAN!

BRATTATATAT

THERE... THAT'S EVERYONE CLEAR TOPSIDE

THREE...

TWO...

BUA-KA-BOOM

ADIOS

KWMMBRRBBLLL

AAAND THERE GOES THE SPIDER-SENSE. BIG TIME!

FURY?! WHAT THE HELL JUST HAPPENED?

MASSIVE EXPLO-- STREET LEVEL. NO CLUE HOW OR WH--

COMMUNICA-- CUTTING OUT! --ET BACK TO SPIDER-PODS! GET OU--

SPIDEY! OUR PRIMARY TARGET!

OSBORN!

HE'S GOING THE OTHER WAY! MISSION'S OVER!

NO! NOT YET!

JUST NEED--

THERE WE GO.

HEY! TARANTULA...

...CATCH!

WHAT AM I SUPPOSED TO DO WITH--?

YOU. DEVIL SPIDER. S.H.I.E.L.D. GUYS.

TAKE THESE MEN WITH YOU. USE THE PODS. GET OUT. DON'T WAIT FOR ME!

AGENT MORSE?

DO WHAT HE SAYS. I'M WITH HIM!

BOBBI, DON'T. I'M--

GOING AFTER OSBORN. I GET IT. YOU NEED A WIN.

SO LET'S WIN.

THANKS.

AND HOW ARE WE GETTING OUT OF *THIS* ONE?

NO IDEA. MAKING IT UP AS I GO.

BUT *THIS* GUY? BET HE KNOWS WHERE HE'S GOING.

DON'T YOU, OSBORN?

HEY! I'M TALKING TO *YOU!*

YOU'RE *INSANE!*

THE WHOLE PLACE IS COMING DOWN! WE'RE ALL *GOING TO DIE!*

THWIP!

AND WHOEVER YOU THINK I AM, I'M NOT--

FWAK

WELL, THAT'S ONE THING OFF MY BUCKET LIST.

TELL ME THING TWO'S A CLEVER ESCAPE FROM CERTAIN DEATH.

YUP.

HOW'S *THAT* COMING?

SWIMMINGLY.

THANK YOU, HIGH SCHOOL SPANISH.

PISCINA

ROOF'S ABOUT TO GO!
I SEE IT. C'MON!
LAST ONE IN HAS TO DO EXTRA LAPS.
JUST TO BE CLEAR, YOU'RE JOKING AGAIN?
HARD TO TELL. YOU'RE NOT LAUGHING.
DON'T HOLD YOUR BREATH.
I SEE WHAT YOU DID THERE.
MWAGH!
THAT WOKE HIM UP.
FOOLS! NOW INSTEAD OF BEING *CRUSHED* TO DEATH--
--WE'LL JUST *DROWN!*
NOT IF YOU WERE GOOD ENOUGH...
...TO DESIGN THESE THINGS TO WORK UNDERWATER.
BACK IN A SEC!

HEY! QUIT SQUIRMING. LOOK AROUND. WHERE DO YOU THINK YOU'RE GOING?

I DON'T KNOW. MAYBE WE COULD DIG OUR WAY OUT OR--

BOTH OF YOU-- DEEP BREATH! AND GET READY!

FOR WHAT?

THIS WATER WASN'T BROUGHT DOWN HERE IN *BUCKETS.* IT WAS *PUMPED* IN.

AND IF THERE'S A WAY *IN...*

BWOOMP

BWAH! THANKS FOR THE WARNING!

MOUTH CLOSED. TRUST ME.

WHY?

GYAHH!

SEWAGE DRAIN.

EW!

SORRY.

SPOSH

YOU! THE *BOTH* OF YOU! YOU'RE *CRAZY!*

AND YOU'D KNOW FROM CRAZY. WOULDN'T YOU, OSBORN?

STOP *SAYING* THAT! I'M *NOT* OSBORN!

SPIDEY, YOU DON'T THINK...THAT MAYBE...

HE'S NOT OSBORN.

FINGERPRINTS. RETINAL SCANS. VOICE RECOGNITION. BLOOD WORK. IT AIN'T HIM.

SORRY. I KNOW HOW BADLY YOU WANTED THIS. BUT...

SPIDEY?

S.H.I.E.L.D. HQ.

AHHHH!

FEEL BETTER?

I'LL JUST BILL YOUR PAL PARKER FOR THAT.

JUST SO YOU KNOW, THAT WAS A SPY TABLE. THEY COST MORE.

GREAT. NICK FURY, AGENT OF I.K.E.A.

STOW IT, MORSE. HERE'S THE GOOD NEWS. *THAT* FACOQUERO WAS IN HIDING.

BUT ANOTHER ONE, SOMEONE USING HIS *FACE*...

...HAS BEEN MAKING WEAPONS DEALS AROUND THE GLOBE.

OSBORN! *THAT* GIVES US THE ADVANTAGE BECAUSE NOW...

"...HE'LL *NEVER* SEE US COMING!"

NORMAN, DARLING, WHAT'S THE MATTER? YOU'RE BROODING.

NEWS FROM OUR OPERATIVE IN DELVADIA.

EL FACOQUERO WAS *ALMOST* KILLED.

INSTEAD, HE WAS *CAPTURED.* BY SPIDER-MAN.

SO CLOSE. I SWEAR THAT MAN RUINS EVERYTHING.

BREAKING - LIVE COVERAGE

THIS FACE--IT'S USELESS TO ME NOW.

GOOD. I WAS GETTING TIRED OF IT.

BE A DEAR AND SLIP INTO SOMETHING NEW.

AS IF IT WERE SO SIMPLE.

I'VE NEITHER THE SKILLS NOR THE TRAINING OF THE CHAMELEON...

...BUT WHAT I *DO* HAVE IS AN IRON WILL...

...AND A HIGHER THRESHOLD FOR PAIN.

DOCTOR DRAGOVIC.

MR. OSBORN. THE COUNTESS SAID TO EXPECT YOU.

I HAVE PUT OUT MANY CHOICES FOR YOU, MY FRIEND.

ALL KEPT FRESH AND VIABLE.

INCLUDING YOUR ORIGINAL COUNTENANCE, OF COURSE.

PERHAPS IT'S TIME TO SHOW MY *TRUE* FACE AGAIN.

HMM. IT WOULD ALMOST FEEL LIKE...

"...COMING HOME."

HEY, BOBBI. CAN WE WRAP THIS UP?

I'M ABOUT TO LAND.

PETE, DON'T GET ALL "ONE PERCENT" ON ME. IT'S NOT A GOOD LOOK.

SORRY.

AS I WAS SAYING, S.H.I.E.L.D. HAS REPORTS OF FIVE SIGHTINGS OF FACOQUERO IN MAJOR CITIES.

GREAT START. WHY DON'T WE TRY *THIS* ONE IN HONG KONG?

MY CHARITY, THE UNCLE BEN FOUNDATION, IS HOSTING AN EVENT THERE IN TWO DAYS...

...IT'D BE THE *PERFECT* COVER.

WE WERE THINKING THE SAME THING. AND, PETE...

"...THAT *OTHER* MATTER YOU WANTED S.H.I.E.L.D. TO HANDLE...

"...IT'S BEEN TAKEN CARE OF. WE'LL HAVE A CAR PICK YOU UP AND TAKE YOU THERE RIGHT AWAY."

MR. PARKER, SO YOU KNOW, ALL THOSE MISSING PEOPLE YOU HELPED LOCATE?

THEY'RE SAFELY BACK. "UNDERGROUND." AND NO ONE WILL BE ANY THE WISER.

THANK YOU.

I ASSUME YOU'LL WANT SOME TIME ALONE?

PLEASE.

SO... UNCLE BEN, YOU ALWAYS SAID YOU WANTED TO GO TO CALIFORNIA.

SORRY. I KNOW YOU WOULD'VE FOUND THAT FUNNY, BUT...

I FEEL ASHAMED. ON SO MANY LEVELS.

THE JACKAL--BEN REILLY--HE WAS USING CLONING TO RAISE THE DEAD. AND WHEN HE TEMPTED ME WITH YOU...

...I ALMOST SAID "YES."

SOMETIMES BEING SPIDER-MAN IS FUN. SILLY, EVEN. WEIRD. AND SOMETIMES IT *HURTS.*

I SAW THE STACYS AGAIN. GEORGE...AND GWEN.

JONAH. THE RHINO. WE ALL HAD OUR GREATEST LOVES BROUGHT BACK. JUST TO HAVE THEM DIE *AGAIN.*

BEN
RKER
LOVED

HOW DO YOU COME BACK FROM THAT?

DING DONG

I'LL GET IT. THAT MUST BE PETER. COMING, DEAR.

HEY, PRETTY LADY.

SORRY, MAY. I DIDN'T MEAN TO BE AWAY SO LONG. ESPECIALLY AFTER--

IT'S ALL RIGHT, BOY.

I REMEMBER BACK WHEN YOU WERE ALWAYS SCRAMBLING FOR WORK. NEVER HAD A SPARE MOMENT.

NOW YOU RUN YOUR ***OWN*** COMPANY, AND YOU HAVE EVEN ***LESS*** TIME. SOME DAYS I WISH IT COULD GO BACK TO HOW IT WAS.

ME, TOO.

WHAT? AND GIVE UP THIS CHIC-CHIC LIFE?

NOT ME. CAN'T IMAGINE GOING BACK TO THINGS BEFORE THIS LITTLE DEVIL.

BETTY. HARRY. STANLEY, LOOK AT YOU! LAST I SAW YOU, YOU WERE THE SIZE OF A CHRISTMAS HAM.

GUYS, THANKS FOR KEEPING AN EYE ON AUNT MAY WHILE I'VE BEEN OUT.

I KNEW IT! ALL THIS ATTENTION. YOU WERE ALL A PLANNED DISTRACTION, WEREN'T YOU?

PETER PARKER, YOU THINK I'M SUCH A FRAGILE OLD THING, DON'T YOU?

PERISH THE THOUGHT. I PLAN ON ARM WRESTLING YOU LATER. LOSER MAKES WHEAT-CAKES.

BUT MAYBE YOU SHOULD REST UP FOR IT FIRST?

PETER?

I WANTED TO SEE IF I COULD TAKE YOUR PLACE THIS WEEKEND FOR THE UNCLE BEN FOUNDATION EVENT IN HONG KONG.

OH MY! WITH EVERYTHING GOING ON, AND JAY'S PASSING, I COMPLETELY FORGOT. I FEEL SO SELFISH.

THAT'S YOU, ALL RIGHT, THE MOST SELFISH LADY I KNOW. AUNT MAY, YOU JUST LOST YOUR SECOND HUSBAND. IT'S OKAY FOR YOU TO TAKE SOME TIME FOR YOURSELF.

WELL, I WOULDN'T MIND SPENDING MORE TIME WITH THIS HANDSOME MAN.

HAW!

HE IS A CHARMER.

HARRY, A FAVOR? I KNOW YOU'RE JUGGLING A *LOT*. SINGLE DAD. RUNNING MY NEW YORK OFFICE, BUT WHILE I'M GONE...

KEEP HER COMPANY?

YEAH. I DON'T WANT HER TO BE ALONE. NOT NOW.

HEY, AFTER ALL THE TIMES I SCREWED UP AND YOU TWO WERE THERE FOR ME? IT'S THE LEAST I CAN DO.

BUT MEANWHILE... THERE'S SOMEONE WHO COULD USE YOUR HELP. *BETTY.*

WHAT'S WRONG WITH BETTY?

SO...UM... BETTS, WHAT'S UP? HARRY SAID--

PETE, NOT YOU TOO. IT'S *NOT* WEIRD, OKAY?

WHAT'S NOT?

I'VE BEEN TRYING TO GET YOUR AUNT TO JOIN ME...

...AND SEE MY *SPIRITUAL ADVISOR.*

BETTY? YOU'RE AN ACE REPORTER. YOU LIVE FOR FACTS.

WHEN DID *YOU* START LOOKING TO THE SPIRIT WORLD?

CAN YOU KEEP A SECRET?

FOR YOU? ALWAYS.

I FEEL CRAZY FOR SAYING IT, BUT... SOMETHING HAPPENED A COUPLE DAYS AGO.

SOMETHING I CAN'T EXPLAIN.

NED. MY LATE HUSBAND... HE--HE LEFT A MESSAGE ON MY PHONE.

I'VE LISTENED TO IT A MILLION TIMES.

I *KNOW* NED'S VOICE. IT'S *HIM.*

IT'S NOT, BETTY. TRUST ME.

HOW'S THAT *POSSIBLE,* PETE?

I'LL LOOK INTO IT. I'LL FIGURE THIS OUT, OKAY?

NED'S CLONE. HE MUST'VE GOTTEN HOLD OF A PHONE BEFORE HE-- DISSOLVED.

AND OF *COURSE* HE'D CALL BETTY.

EVERYTHING IN MY SPIDER-MAN LIFE...IT ALWAYS REACHES OUT AND HURTS EVERYONE I CARE ABOUT.

NO MORE. IT'S TIME I STARTED PUTTING AN END TO THIS NONSENSE *BEFORE* IT STARTS!

JFK INTERNATIONAL AIRPORT.

HEY, WHAT'S THE DEAL, PARKER? WHY AREN'T WE TAKING THE PRIVATE JET TO HONG KONG?

DOWN FOR MAINTENANCE. DELVADIA, SAN FRANCISCO, LONDON, SHANGHAI...

...WE'VE BEEN RUNNING THE THING RAGGED.

SO WHAT? YOU DON'T HAVE TWO OF 'EM?

Y'KNOW, BOBBI, ON A LIST OF MY PERSONAL PROBLEMS...I *NEVER* THOUGHT THAT'D BE ONE OF 'EM.

JUST HAVE TO SETTLE FOR FIRST CLASS. TOUGH TIMES.

YUP. I CALL IT THE OL' PARKER LUCK.

I JOKE ABOUT IT, BUT... THE MONEY. THE GOOD LIFE. I THOUGHT IT'D FIX THINGS.

BUT *OUR* LIVES COME WITH PROBLEMS THAT NO AMOUNT OF MONEY CAN FIX.

TRY ME. TAKE YOUR BEST SHOT.

EVIL CLONE OF MYSELF BROUGHT MY LOVED ONES BACK FROM THE DEAD...

...AND IT'S EMOTIONALLY SCARRED ME AND EVERYONE CLOSE TO ME.

YOU?

TIME-TRAVELED TO THE WILD WEST, KILLED A COWBOY, AND HIS GHOST WENT ON TO STALK ME IN THE PRESENT.

OH. AND *THAT* RUINED MY FIRST MARRIAGE.

YOU WIN.

SNORRK...

SNERRKKSSKEKKHH

HEY.

WASN'T SNORING...

THAT'S NOT WHAT I--I WAS JUST THINKING. WHAT WE DO--OUR LIFE--

OTHER PEOPLE DON'T GET IT. THEY CAN'T. BUT...IT'S SOMETHING WE HAVE IN COMMON. Y'KNOW?

WHAT'RE YOU GETTING AT, PETE?

I DUNNO. EVER THOUGHT OF *US?* YOU. ME.

DATING OR SOMETHING?

PETER BENJAMIN PARKER, IS *THAT* HOW YOU ASK A GIRL OUT?

NO WONDER I DON'T HAVE GRAND-CHILDREN.

AHH!

PLEASE, DEAR PEOPLE ARE SLEEPING.

AUNT MAY? WHAT ARE YOU *DOING* HERE?

WELL, IT'S LIKE YOUR UNCLE BEN USED TO SAY, *"THE SUREST WAY TO FORGET YOUR OWN TROUBLES IS BY HELPING OTHERS."*

SO I DECIDED THAT CHARITY WORK FOR THE FOUNDATION IS THE BEST THING FOR ME RIGHT NOW.

BUT-- BUT--

DON'T WORRY, PETE. I GOT THIS.

HARRY? YOU TOO?!

WHAT? YOU SAID TO KEEP AN EYE ON HER, I'M KEEPING AN EYE ON HER.

WHAT ABOUT STANLEY?

HE'S WITH LIZ AND HIS BROTHER, NORMIE. IT'LL BE GOOD TO GET SOME BONDING TIME WITH HIM.

YOU WERE *NOT* WRONG ABOUT THAT "PARKER LUCK" STUFF, WERE YOU?

OH BOY. OF ALL THE--AUNT MAY *AND* HARRY? ALONG FOR THE RIDE ON A HUNT FOR NORMAN OSBORN?

IS THERE ANY WAY THIS COULD GET WORSE?

OH, THESE ARE ADORABLE!

PETEY HAD JUST LEARNED TO WALK. BUT REFUSED TO WEAR PANTS. WAIT. THERE'S MORE.

HONG KONG.

AUNT MAY. HARRY. BOBBI. THIS IS *MIN-WEI*. MY PERSONAL ASSISTANT FROM PARKER INDUSTRIES SHANGHAI.

WHICH IS A FANCY WAY OF SAYING I DO ALL THE WORK WHEN PETER'S NOT AROUND.

IF THAT'S ANYTHING LIKE ME AND THE NEW YORK OFFICE, THAT'S *ALL* THE TIME.

MIN. HARRY. THANKS FOR DOING THAT IN FRONT OF MY AUNT.

TELL ME WHY I DON'T FIRE YOU GUYS.

BECAUSE YOUR COMPANY WOULD FALL APART WITHOUT US.

WELL, SURE. THERE'S THAT. OKAY, YOU TWO, STICK WITH MIN. SHE'LL LOOK AFTER YOU.

BOBBI AND I'LL SEE YOU LATER. WE'VE GOT SOME WORK TO DO ACROSS TOWN.

TEXTED MIN TO MAKE SURE THEY GET RIGHT TO THE UNCLE BEN FOUNDATION EVENT...

...AND THEN RIGHT BACK ON A PLANE TO NEW YORK.

PETE, C'MON. YOU'RE WORRYING TOO MUCH ABOUT THIS.

THERE'VE BEEN EL FACOQUERO SIGHTINGS ACROSS THE GLOBE.

OSBORN COULD BE IN *ANY* OF THOSE CITIES.

I KNOW. BUT THERE'S ONLY ONE WAY WE'LL KNOW FOR SURE.

TRUE. C'MON...

"...LET'S GET TO WORK.

"BUT REMEMBER, THIS ISN'T LIKE DELVADIA.

"WE DO *NOT* HAVE PERMISSION TO BE HERE.

"AND S.H.I.E.L.D. WILL *NOT* HAVE OUR BACKS.

"IT'S JUST YOU AND ME."

BUT YOU'RE STILL A SECRET-AGENT LADY, RIGHT?

YOU'VE *GOTTA* KNOW SOME DOORS WE CAN KNOCK DOWN TO FIND A ROGUE INTERNATIONAL GUNRUNNER.

OH, I'VE GOT SOME IDEAS...

"IF NORMAN OSBORN'S SET UP SHOP SOMEWHERE IN HONG KONG...

"...WE MIGHT HAVE TO BREAK A FEW JAWS AND BRUISE A FEW KNUCKLES...

"...BUT WE'LL *FIND* HIM!"

THEY WERE PLAYING MAHJONG.

THIS IS A SERIOUS BACKROOM GAMBLING DEN.

MAHJONG.

IT'S WHAT THEY PLAY HERE.

MY AUNT PLAYS MAHJONG. ON CRUISE SHIPS.

UM... BOBBI, CAN WE HAVE A WORD?

I'M A LITTLE UNCOMFORTABLE WITH ALL OF THIS.

WITH WHAT?

WELL... DOESN'T IT FEEL WEIRD THAT WE'RE ONLY BEATING UP...

...ASIAN PEOPLE?

WE'RE IN *HONG KONG.*

THE BAD GUYS ARE ASIAN. THE *GOOD* GUYS ARE ASIAN. *EVERYONE* HERE'S ASIAN.

I'M JUST USED TO BEATING UP PEOPLE OF *ALL* RACES AND CREEDS.

THAT'S HOW I DO IT IN NEW YORK.

...

WOULD IT *HELP* IF I TOOK YOU SOMEWHERE WHERE ALL THE BAD GUYS WERE IN *MASKS...*

...AND IT COULD BE *ANYONE* UNDER THEM?

I KNOW IT'S A COP-OUT...

...BUT, YEAH, IT WOULD.

LATER...

<I'M LOOKING FOR A GUN-RUNNER.>*

<HE'S GOING BY EL FACOQUERO. OR NORMAN OSBORN.>

<AND YOU'RE GOING TO TELL ME WHERE TO FIND HIM!>

<I DON'T KNOW WHAT YOU'RE TALKING ABOUT! I SWEAR!>

<WHY DON'T I BELIEVE YOU?>

<AM I AN ARMS DEALER? SURE. BUT...>

<...JUST STREET-LEVEL STUFF. YOU'RE TALKING ABOUT OSCORP TECH. GOBLIN WEAPONS.>

<I'D NEVER-->

THINK YOUR FRIEND THERE MIGHT BE HOLDING OUT ON US.

EITHER THAT...

RRINCH

...OR HALLOWEEN'S COME EARLY.

<OSBORN. WHERE IS HE?! *TALK!*>

<AND REMEMBER, I'VE GOT SPIDER-SENSE. I'LL KNOW IF YOU'RE LYING.>

YEAH. *I* KNOW MY POWERS DON'T WORK THAT WAY, BUT *HE* DOESN'T.

*TRANSLATED FROM MANDARIN. YES, SPIDEY KNOWS MANDARIN NOW. SEE **ASM VOL. 4 #1.**--NICK

<ALL RIGHT! THERE'S A BLACK MARKET WEAPONS EXPO. SPECIAL INVITE ONLY.>

<OSBORN HIMSELF IS MEETING WITH ALL THE BIG PLAYERS TONIGHT...>

<...HANDING OUT FINAL INSTRUCTIONS ON HOW TO GET THERE.>

<HE'S IN THE CITY *NOW*?!>

<*WHERE*?!>

<I DON'T KNOW! HE'S USING *ANOTHER* EVENT AS A COVER: "OOBIE YEFF"!>

<THAT'S ALL I GOT! SOMETHING CALLED "OOBIE YEFF"!>

"OOBIE YEFF"? I'VE BEEN SPEAKING MANDARIN LONGER THAN YOU...

...AND I HAVE *NO* IDEA WHAT THAT MEANS.

IT'S NONSENSE. OOBIE--?

OH, NO.

U.B.F.!

"THE UNCLE BEN FOUNDATION!

"WHERE AUNT MAY AND HARRY ARE! *RIGHT NOW!*"

THANK YOU SO MUCH FOR COMING.

WE HOPE YOU APPRECIATE THAT THIS IS FOR THE *WORTHIEST* OF CAUSES.

OF *COURSE* IT'S ALL THE WAY ACROSS TOWN!

AND, SURE, THEY'RE *BOTH* NOT ANSWERING THEIR WEB-WARES...

...BECAUSE *WHY* MAKE ANYTHING EASY FOR ONCE?!

STAY CALM, OKAY? I PUT IN A CALL TO S.H.I.E.L.D.

NOW THAT WE *KNOW* OSBORN'S IN HONG KONG, MAYBE WE CAN GET SOME SUPPORT.

BUT IT'S GOING TO TAKE TIME.

GREAT. IF IT'S THIRTY MINUTES OR MORE, DO I GET THE PIZZA FOR FREE?

THIS, BOBBI, RIGHT HERE.

THIS IS THE *REAL* PARKER LUCK!

...CURRENTLY WE'RE PROVIDING EARTHQUAKE RELIEF IN MADRIPOOR.

BUT WE'RE INTERESTED IN ALL FORMS OF HUMANITARIAN AID.

MAY PARKER-JAMESON.

PETER PARKER'S AUNT. AND MY CHANCE TO HAVE A FACE-TO-FACE...

...WITH A FACE SHE'D *NEVER* RECOGNIZE.

THIS IS TOO GOOD AN OPPORTUNITY TO PASS UP.

ANYTHING ELSE I CAN OFFER YOU, MR. OSBORN?

WHAT?!

NO THANKS. ANY MORE AND I'LL BURST. AND YOU MUST'VE MISSED THE PARKER INDUSTRIES MEMO.

HAD MY NAME CHANGED. IT'S "LYMAN" NOW. HARRY LYMAN.

YOUR MOTHER'S MAIDEN NAME.

HARRY. MY BOY. YOU SPOILED BRAT...

"...AFTER *EVERYTHING* I'VE HANDED TO YOU...

"...YOU WOULD CAST ASIDE THE *OSBORN LEGACY.*

"YOUR *BIRTHRIGHT.*

"SO BE IT.

"THEN I GUESS THIS TRULY IS...

"...THE FINAL LESSON I CAN TEACH YOU."

BOBBI! THERE! DO YOU SEE IT?!

NO. WHAT'RE YOU TALKING ABOUT?

WAIT...

...A SNIPER RIFLE FLOATING IN MIDAIR!

I GOT IT!

BANG

UNHH!

OH, MY! WAS THAT--?

GUNSHOT!

SPIDER-MAN?! AGAIN?!

FEMALE SHOOTER ON THE ROOF.

IN SOME KINDA STEALTH MODE. PICKING HER UP IN MY THERMAL LENSES!

SHE'S GOING BACK FOR THE GUN!

BOBBI! YOU'RE CLOSER!

DO SOMETHING!

FEELING PRETTY USELESS HERE.

WOULD IT HAVE KILLED YOU TO GIVE ME SOME HIGH-TECH LENSES, TOO?

BEHIND YOU!

THAT'S *NOT* HELP--

FWAM

GNH!

WEB-SHOOTERS. CARTRIDGE SIX.

WHOEVER YOU ARE, IF YOUR STEALTH IS TECH-BASED...

THWIKK

YARGH!

ZZRAKZ

...MY ELECTRIFIED WEB-COILS SHOULD *SHORT IT OUT.*

ALL RIGHT. LET'S GET A GOOD LOOK AT YOU!

SILVER SABLE?!

BUT YOU'RE SUPPOSED TO BE *DEAD!* WHAT'S GOING ON?!

WHAT'S GOING ON, SPIDER, IS THAT YOU JUST--

--SAVED NORMAN OSBORN!

TO BE CONTINUED...

WE GOT A 10-30E, REPEAT, ROBBERY IN PROGRESS, ***ENHANCED PERPETRATOR,*** SEND BACKUP--

BACKUP'S HERE, PAL. WHO'S THE--

ROXXON

POLICE

MST3K

BKRAASH

NEVER MIND, I FIGURED IT OUT.

HEY, SHRINKING VIOLET. WHO'RE YOU, THE DOLLAR-STORE KNOCKOFF OF THE HULK?

THWIP

THWIP

I'M A ROXXON CORPORATION ***B.E.R.S.E.R.K.E.R.,*** YOU IDIOT! I'M ***SECURITY*** HERE!

THE THIEF'S ***INSIDE.*** CALLS HIMSELF--

SPIDEY KNOWS WHO I AM. I JUST LIKE SAYING IT... LOUD.

AHHH

OH, NO.

CLAYTON, YOU'VE GOT TO STOP THIS!

"POLICE & THIEVES"

CHRISTOS GAGE: WRITER TODD NAUCK: ARTIST
RACHELLE ROSENBERG: COLORIST VC'S TRAVIS LANHAM: LETTERER

EVERY TIME YOU DO THIS, YOU MAKE IT HARDER TO FIX THINGS! I KNOW PARKER AND I MISJUDGED YOU--

NAH, I'M NOT EVEN MAD AT YOU GUYS ANYMORE. THIS WAS GONNA HAPPEN ANYWAY. I MEAN, I STARTED IN HIGH SCHOOL!*

TRYING TO FIT IN, PLAY BY THE RULES...THAT JOB AT PARKER INDUSTRIES WASN'T ME. THIS... *THIS* IS ME!

IF THE VILLAIN SUIT FITS-- *UFF!*

*SEE *SPIDER-MAN: LEARNING TO CRAWL!* --NOSTALGIC NICK

WHOK

GOOD ONE. BUT MY NEW COSTUME USES LOW-GRADE SONIC VIBRATIONS AS VIRTUAL BODY ARMOR. NOT BAD, *HUH?*

THAT'S TERRIFIC. HERE'S A WACKY IDEA: SELL IT AND MAKE A FORTUNE LEGALLY!

YOUR PARENTS KEEP CALLING PARKER. THEY'RE BESIDE THEMSELVES.

I KNOW. ISN'T IT GREAT?

THEY WANTED ME TO BE A CORPORATE STOOGE LIKE THEM. JUST ANOTHER SUIT IN A RIGGED SYSTEM. INSTEAD I'M TEARING IT DOWN!

THIS IS THE BEST THING I'VE EVER DONE!

STEALING? COME ON, CLAYTON, YOU'RE SMARTER THAN THIS!

POLICE

STEALING FROM *ROXXON!* AND SCUM LIKE THEM!

IF YOU HAVE PROOF THEY'RE BREAKING THE LAW--

ALL SET, BOSS! EVERYTHING'S LOADED UP.

AH, MY VOX POPULI HAVE SPOKEN. THAT MEANS "VOICE OF THE PEOPLE." AND SOMETIMES...

WAKE UP! THEY DON'T *HAVE* TO BREAK LAWS, THEY *MAKE* LAWS. THEY BUY POLITICIANS AND DESTROY THE PLANET PERFECTLY LEGALLY!

"...THE PEOPLE SPEAK LOUDEST OF ALL!"

JEWELS!

I GOT ONE!

HEY! THAT'S ROXXON PROPERTY!

NO! STOP! YOU'LL KILL SOMEONE!

YOU STAY OUT OF THIS, OR I'LL SMASH YOU--

BTOOOM

"SMASH"? YOU'RE REALLY PUSHING IT WITH THE COPYRIGHT INFRINGEMENT, PAL.

TAKE A TIME-OUT AND THINK ABOUT INTELLECTUAL PROPERTY RIGHTS WHILE I FINISH WITH--

GONE. CLASH MUST'VE HAD A GETAWAY DRIVER.

WHAT ARE JEWELS DOING IN A ROXXON FACILITY ANYWAY? WHAT KIND OF PLACE--

--ARE--

--ARE YOU LUNATICS TURNING ANIMALS INTO CYBORG MONSTERS?

STRAY ANIMALS, MARKED FOR EUTHANASIA, INTO LIVING WEAPONS FOR OUR PRIVATE SECURITY COMPANIES. ALL QUITE LEGAL.

NOW, THIS IS PRIVILEGED WORK PRODUCT...A VERY EXPENSIVE AND IRREPLACEABLE PROTOTYPE. SO I'LL HAVE TO INSIST YOU LEAVE.

TRY FINDING THE ACTUAL CRIMINALS WHO *STOLE* OUR GEMS. THEY'RE A CRUCIAL COMPONENT IN OUR BATTLE SUITS' LASER SYSTEMS.

YOU-- YOU--

RRAAA!

FINE.

OKAY, RESOLVED: ROXXON IS *EVIL*. BUT I STILL HAVE TO BRING IN CLAYTON. ROBBING BAD GUYS DOESN'T MAKE YOU A GOOD GUY. I MEAN, HE'S GOT HENCHMEN!

A TRIP TO JAIL INSPIRED HIM TO GO STRAIGHT ONCE. THIS IS FOR THE BEST. AND IF I KEEP REPEATING THAT, MAYBE I'LL EVEN START TO BELIEVE IT.

HIS HENCHMEN, ON THE OTHER HAND...

THERE WE GO. LOOKS LIKE HE JUST FENCED THE JEWELS.

PAWN SHOP

GOOD. PUT THE REST IN THE CREW'S SAVINGS ACCOUNTS. GIVE 'EM ENOUGH WALKING-AROUND MONEY TO STAY OUT OF TROUBLE, BUT NOT ENOUGH TO GET *INTO* TROUBLE.

GOT IT, BOSS. YOU GOT ENOUGH FOR WHAT YOU NEED?

OH, YEAH.

I CAN GET BACK TO THE OTHER GUY LATER. GOTTA WAIT UNTIL CLASH IS AWAY FROM PEOPLE...*AHH*, WHO AM I KIDDING? I'M STALLING.

I NEVER COULD TAG CLASH WITH A SPIDER-TRACER BECAUSE HIS SONICS DISABLE THEM.

SUCK IT UP, SPIDEY. CLAYTON MAY BE A DECENT GUY AT HEART, BUT HE MESSED UP. HE BROKE THE LAW. IT'S NOT COMPLICATED.

WOW. YOU'RE NOT MESSING AROUND, ARE YOU?

HEY, WHOEVER SAID MONEY CAN'T BUY HAPPINESS MUST'VE LACKED IMAGINATION.

ALL RIGHT THEN, LET'S GET DOWN TO BUSINESS.

AWW...THEY'RE ADORABLE!

THEY'VE HAD IT TOUGH. LAB EXPERIMENTS. BEST YOU DON'T KNOW ANY MORE THAN THAT.

I GAVE YOU ENOUGH TO TAKE CARE OF THEM FOR LIFE, RIGHT?

JOSIE'S NO-KILL Animal Rescue

THAT'S THE ONLY WAY WE DO IT HERE.

YUP. NOT COMPLICATED AT ALL.

DON'T MAKE ME REGRET THIS, CLAYTON...

"SPIDER-MAN TAKE-UP!"

JACOB CHABOT — WRITER
RAY-ANTHONY HEIGHT — PENCILER
WALDEN WONG — INKER
JIM CAMBELL — COLORIST
VC'S CORY PETIT — LETTERER

TOYS

LET'S GO, DUNK. I'VE GOT HOMEWORK!

JUST ONE MORE STORY, BERT, PLEASE? I WON'T READ THEM THE LETTERS PAGE THIS TIME, I SWEAR!

LET THEM SLEEP! THEY'VE ALREADY HAD A LONG DAY OF PUTTING UP WITH YOU.

WHATEVER, HOLLY. GOOD NIGHT, LITTLE DUDERS! TOMORROW I'LL TEACH YOU ALL ABOUT THE TIME THOR WAS A FROG!

ZZZ

!

?

NNN

"NOW, WHERE IS WHITE RABBIT?" SPIDER-MAN SAID TO NO ONE IN PARTICULAR.

THAT SPIDER-TRACER I PLANTED SAYS SHE'S *SOMEWHERE* AROUND HERE.

AHA! PERFECT TIMING! I'D BET MY LAST DOLLAR THERE'S SOMETHING *REALLY* COOL IN THAT BIG MYSTERY BOX.

YOUR MONEY, GENTLEMEN. FEEL FREE TO COUNT IT-- IT'S ALL THERE. I PRESUME MY PURCHASE IS IN THAT CRATE?

IT'S TIME TO PLAY "WHAT'S IN THE BOX?!"

SPIDER-MAN! TAKE CARE OF HIM, BOYS!

IT'S OBVIOUSLY BIGGER THAN A BREAD BOX. A BIG-SCREEN TV? OH, I KNOW! IS IT A STATUE OF ME? YOU SHOULDN'T HAVE!

LOOKS LIKE IT'S TIME TO TEST OUT MY NEW TOY! I'VE BEEN REALLY LOOKING FORWARD TO THIS!

MAYBE IT'S MORE OF A PHILOSOPHICAL QUESTION. IS IT HAPPINESS? IS *HAPPINESS* IN THE BOX?

IS IT IMPORTED JEANS? YOU GUYS LOOK FASHIONABLE.

"SOME ASSEMBLY REQUIRED"?! YOU GOTTA BE KIDDING ME!

THWIP

WHICH BRINGS UP SOMETHING I'VE ALWAYS WONDERED--DO YOU HAVE TO BUY YOUR OWN MASKS OR DOES WHITE RABBIT SUPPLY THEM?

MY SPIDER-SENSE MUST BE ON THE FRITZ!

OR DO YOU JUST GET REIMBURSED FOR--HUH?!

I COULD HAVE SWORN THERE WAS ANOTHER ONE!

THWACK

POW

A LITTLE SAUSAGE-ME? CAN'T SAY I'VE SEEN THIS TECH BEFORE!

IS *THIS* WHAT WAS IN THE BOX? SEEMS LIKE A WASTE OF A BIG BOX.

AND IT SHOOTS WEBS, TOO? PRETTY COOL, BUT YOU'RE GOING TO HAVE TO DO BETTER THAN THAT.

THWIP

THWIIIIIIIIIP

STOP IT! LET GO! LET GO!

HEY! MY WEB-SHOOTER!

OH.

ARE WE ON THE SAME SIDE? I SHOULD HAVE GUESSED BY OUR SIMILAR FASHION SENSE.

SO, DO *YOU* KNOW WHAT'S IN THE BOX?

WAIT A SEC... WHERE'S RABB--

CRASH

GIVE IT UP, SPIDER-MAN! MY NEW RABBITECH SUIT IS UNSTOPPABLE! THE BROCHURE SAID SO!

OH! IT'S A SUIT OF ROBOT RABBIT ARMOR! THAT WAS GOING TO BE MY NEXT GUESS!

LOOKS LIKE MY LEFT WEB-SHOOTER IS RUNNING ON EMPTY THANKS TO YOU.

AND YOU'RE ABOUT TO BE VERY LATE! THE LATE, GREAT SPIDER-MAN!

GAH!

WHAT'S THE MATTER, SPIDER-MAN? GOING MAD?

WELL, DON'T WORRY! WE'RE ALL MAD HERE!

OF COURSE I'M MAD! THOSE WEBS AREN'T CHEAP!

NICE TRY, SPIDER-MAN, BUT I'M READY FOR YOU THIS TI--

EH? WHO'S THIS SQUIRT? YOUR SIDEKICK?

YOU SEE HIM, TOO? SO I'M *NOT* CRAZY! WAIT... I FORGET WHO I'M TALKING TO.

I'LL DEAL WITH *YOU* ONCE I FINISH CRUSHING DAD.

WHAT THE--

HOLY MACAROONS!

LOOK, I'M THUH-*RILLED* THAT YOU WERE HERE TO HELP APPREHEND WHITE RABBIT AND THE REST OF THOSE STOOGES, BUT IF YOU'RE GOING TO HORN IN ON MY FRANCHISE, YOU REALLY NEED TO WORK ON YOUR WISECRACKS.

UGH. WHO INVENTED SIX IN THE MORNING? IT'S BARELY LIGHT OUT!

DO YOU THINK SPIDER-MAN HAS TO MAKE HOMEROOM BY EIGHT? THAT GUY PROBABLY NEVER EVEN HAD TO GO TO SCHOOL! SOME GUYS HAVE ALL THE LUCK.

CHEER UP, GUYS! I BROUGHT DONU--

NO MORE TEAM-UPS

WHOA.

WHAT HAPPENED TO *YOU*?!

!

TSUM TSUM VOL. 2... *COMING TSUM!*

SHANGHAI.

MY SPIDEY-SENSE--!

JAMES ASMUS: WRITER TANA FORD: ARTIST
ANDRES MOSSA: COLORS VC'S TRAVIS LANHAM: LETTERING

--ISN'T TINGLING, BELIEVE IT OR NOT!

BUT--DR. *CHANG?*--IS THE TURBINE *SUPPOSED* TO DO THAT?

NO.

RATHER--NOT *THEORETICALLY.* BUT WE *ARE* TESTING ITS UPPER LIMITS.

WHRRRP

SEVERAL WIND AND SOLAR ENERGY COMPANIES HAD COMMISSIONED US TO DEVELOP A WAY TO *STORE* EXCESS ENERGY PRODUCED IN PEAK HOURS.

KINETIC CONVERSION HAS BEEN THE SAFEST AND MOST EFFICIENT...

...BUT SINCE OUR MR. *PARKER* LET YOU *WEAPONIZE* OUR SIGNATURE WEBWARE DEVICES,* OUR PARTNERS LOST *CONFIDENCE.*

WE EITHER *EXCEED* EXPECTATIONS OR LOSE *MILLIONS* IN INVESTMENT.

*CLONE CONSPIRACY #5! --NOTATIN' NICK

MIN, PETE ONLY DID THAT TO *SAVE LIVES.*

HELPING THE PEOPLE WHO NEED IT WILL *ALWAYS* BE MORE IMPORTANT THAN THE *BOTTOM LINE.*

DEET-DEET

LIEN?

SPIDER-MAN! I JUST GOT A MESSAGE--AN *ALERT* FROM THE POLICE. IT'S--

--A HOSTAGE SITUATION!

I'LL REPEAT SO THOSE OF YOU WHO SPEAK ENGLISH CAN HELP SPREAD THE WORD!

MY PARTNER AFTERSHOCK AND I WILL NOT WAIT TO NEGOTIATE WITH THE AUTHORITIES--

--THESE PEOPLE'S LIVES ARE IN YOUR HANDS!

THAT'S RIGHT! WE'RE CROWD-SOURCING THIS PIECE!

YOU WANNA LIVE? YOU BETTER TEXT, STREAM, BLOG, AND BEG FOR ANY GENEROUS SOULS YOU CAN REACH TO SEND EMBER UP THERE MONEY!

ANY APP OR BANK ACCOUNT--WIRE TO LIFEORDEATH@BLACKFUNDS.##!

HEY! BIG DONORS COMING IN! BUT YOU'RE STILL $185,000 SHORT OF OUR GOAL! IF YOU DON'T WANT THESE FOLKS TO GET MELTED OR DEEP-FRIED, YOU HAVE...

...SIX MINUTES TO CONVINCE YOUR FOLLOWERS AND LOVED ONES TO DONATE GENEROUSLY!

SEE-- THIS IS THE PROBLEM WITH THE WORLD TODAY...

...ALL ANYBODY CARES ABOUT IS THE *MONEY.*

IN *MY* DAY, KOOKY BAD GUYS LIKE YOU WERE IN IT FOR THE *PASSION!* THE *ART!*

THE *FACE-PUNCHES!*

‹IT'S GOING TO BE OKAY, EVERYONE. WE'RE HERE TO HELP.›*

‹PLEASE! MY *MOTHER*-- I THINK SHE'S HAVING A *HEART ATTACK!*›

*TRANSLATED FROM (WU CHINESE? MANDARIN?)

‹SIR, IN JUST A *MINUTE*, I'M SURE SPIDER-MAN WILL--›

‹*PLEASE!* SHE NEEDS HELP *NOW!*›

AWW... DON'T TELL ME--LITTLE OLD LADY COULDN'T HANDLE THE *SHOCK?!*

THEN GRAB HER *PHONE* AND *PAY UP!* OR YOU'LL BE THE *NEXT* TO GET--

LIEN?!

CARTRIDGE SIX!

Y'KNOW, IF YOU TWO ARE GOING TO WORK TOGETHER A *LOT*--

--YOU REALLY SHOULD INVEST IN AN *INSULATED* SUIT.

THANKS. I HAD MY HANDS FULL.

SHE NEEDS AN *EMERGENCY ROOM*. YOU--?

GOT THIS. GO!

--DOCTOR SAYS SHE'S STABLE.

SEE? IT'S GOOD YOU CAME WITH ME. YOU'RE A *HERO*, LIEN. YOU SHOULD TAKE THE CORPORATE CARD AND REWARD YOURSELF. *OOH*--MAYBE THAT LEGO HELICARRIER?!

NERD.

WHATEVER *THAT* WAS--I SINCERELY HOPE IT WAS *WORTH* IT.

CHANG! MIN! IS--IS EVERYONE *OKAY?!*

THE SAFETY SYSTEM TOOK CARE OF THE FIRE.

BUT IF *YOU* WERE HERE, WE COULD HAVE SAVED A FEW *MILLION DOLLARS* AND *SEVEN WEEKS'* WORK.

I'M *SORRY.* TRULY...

...BUT PETER *AGREES*--WE'RE IN THIS TO SAVE *LIVES,* NOT MONEY. AND THERE'S AT LEAST ONE WOMAN WHO *WOULDN'T* BE ALIVE TONIGHT IF I STAYED.

THEN I *AM* GLAD FOR *HER.* AND I WON'T WISH YOU HAD DONE DIFFERENTLY.

BUT YOU *AND* PARKER NEED TO UNDERSTAND--THESE LOSSES ARE *ADDING UP.*

AND VERY SOON, PARKER INDUSTRIES WILL *PAY THE PRICE.*

THE END

YEARS AGO...

GOD, I HATE QUIET NIGHTS.

"MUTTS ADO ABOUT NOTHING"

HANNAH BLUMENREICH WRITER & PENCILER
JORDAN GIBSON INKER
JORDIE BELLAIRE COLORIST
VC'S CLAYTON COWLES LETTERER

IT'S LIKE, DO YOU PEOPLE EVEN APPRECIATE HOW LONG IT TAKES ME TO COME OUT HERE?

OH, HEY! IT'S OKAY, LITTLE GUY!

OH, *HAHA*, I GUESS I LOOK PRETTY CREEPY, HUH?

IT'S FOR SCARING BADDIES.

YOU'RE NOT SO BAD, THOUGH, ARE YOU?

YOU'RE PROBABLY HUNGRY, HUH? WHAT DO YOU THINK THE ODDS ARE THERE'S SOMETHING IN THIS DUMPSTER?

LET'S SEEEEE... *OH!*

A SANDWICH!

YOU'RE A LUCKY, LUCKY DOG, YOU KNOW? I CAN'T FIND ANYTHING WHEN I WANT TO.

SNIFF SNIFF

I'M GONNA CALL YOU THAT. I'M GONNA CALL YOU "SANDWICH."

ALSO, HOW DO YOU FEEL ABOUT HEIGHTS?

HEY, SANDWICH, HOW DO YOU FEEL ABOUT COMING HOME WITH ME?

WE EAT AT THE TABLE, PETER.

NO, I KNOW, I JUST GOT A LOT OF HOMEWORK TONIGHT.

SO BRING YOUR HOMEWORK OUT HERE.

IT'S JUST, YOU KNOW, I REALLY WORK BETTER IN MY ROOM.

YOU'RE GOING TO MAKE A MESS, LIKE THAT TIME YOU GOT FOOD ON THE CEILING. I DON'T EVEN KNOW HOW YOU MANAGED THAT.

OH, MY GOD, *ONE TIME* THAT HAPPENED.

PETER, YOU EAT AT THE TABLE, IN A CHAIR. I REALLY DON'T THINK I'M ASKING TOO--

BARK!

IT'S PROBABLY NOTHING, PROBABLY THE PIPES--DO YOU EVER HEAR PIPES AND IT SOMETIMES SOUNDS LIKE DOGS BARKING? I DO, ALL THE TIME. IT'S TOTALLY NORMAL, DEFINITELY NOT WORTH LOOKING INTO.

NEIL

I MEAN, I WOULDN'T... BOTHER...

HIS NAME IS SANDWICH.

WE'RE CALLING ANIMAL CONTROL.

WHAT?!

PETER, THERE'S NO DOGS ALLOWED HERE. YOU KNOW THIS.

COME ON, AUNT MAY, HE CAN STAY ONE NIGHT. THAT'S, LIKE, NOTHING.

CALL THIS NUMBER. CALL THIS NUMBER AND TELL THEM TO COME GET THAT DOG BEFORE WE'RE EVICTED.

FINE. I'LL CALL. AND GET THAT THING OFF YOUR BED, IT PROBABLY HAS FLEAS.

SANDWICH DOESN'T HAVE FLEAS!

YOU'D TELL ME IF YOU HAD FLEAS, RIGHT, SANDWICH?

PETER, WE CAN'T KEEP A DOG.

WHATEVER.

THE NEXT DAY...

HOW WAS SCHOOL?

FINE. WE LEARNED ALL ABOUT DOGS AND HOW GREAT THEY ARE AND HOW EVERYONE SHOULD HAVE ONE.

THAT'S NICE.

DID YOU GET ME A FISH?

IT'S NOT EXACTLY A DOG, BUT IT'S AS CLOSE AS I COULD GET.

THANK YOU, AUNT MAY.

YOU'RE WELCOME, PETER.

I'M GOING TO NAME IT AFTER YOU.

PLEASE DON'T.

NO.

IN YOUR HONOR.

MAY THE FISH.

PETER.

IS "*MAY THE FISH BE WITH YOU*" A GOOD PUN? I CAN'T TELL. I'M GOING TO USE IT ANYWAY.

I'LL FLUSH YOU ***BOTH*** DOWN THE TOILET IF YOU KEEP THIS UP.

THE END.

the A-MAY-ZING SPIDER-AUNT

Where's that coupon?

Cale Atkinson

May, there's something I've been meaning to show you...

'PLOP'

EEEEEP!

?

DIE! DIE! DIE!

'Gulp'

You were saying, sweetie?

STOP THIS MADNESS!!

That's better! Have fun, boys!

?

GOBLINS.

HEY!

Now, now, surely your new friends have time for some tea...

THIS WILL BE FINE. YOU MAY DROP ME OFF *HERE.*

YOU SURE? THIS JUNKYARD'S IN THE MIDDLE A' NOWHERE.

AND YOU DON'T EVEN GOT *SHOES,* MAN.

YOU STEP ON SOMETHING, YOU'RE GONNA GET TETANUS.

TAS AUTO EMPIRE

SPEED LIMIT 10MPH

CLOSED

YOU NEEDN'T WORRY. I AM IN *EXCELLENT* SHAPE.

IN FACT, I'VE NEVER BEEN HEALTHIER IN MY LIFE.

HEY, THEY'RE *YOUR* FEET.

THANK YOU FOR THE LIFT, TOMÁS, AND THE CONCERN.

IN TIME, I SHALL *REWARD YOU.*

DON'T BOTHER. REALLY. THIS WAS ON THE WAY.

NO. YOU'LL SEE. I AM GOING TO DO GREAT THINGS. CHANGE THE WORLD.

AND ON THAT DAY, *YOU* WILL BE ONE OF THE FAVORED.

WHATEVER YOU SAY, PAL.

LAST TIME I PICK UP A HITCHHIKER. THAT GUY...

"...HE WAS SOMETHING ELSE."

THIS BODY IS PERFORMING EXCEPTIONALLY WELL. AND WHY SHOULDN'T IT?

THIS *PROTO-CLONE* IS BETTER THAN *ANYTHING* THE JACKAL COULD'VE DESIGNED...

...BECAUSE I *PERFECTED* IT.*

*SEE THE CLONE CONSPIRACY *EVENT.* --NICK

HMM. THE FACE IS A MARKED IMPROVEMENT TOO.

A SYNTHESIS OF SPIDER-CLONE AND MY *OWN* DNA.

BUT THERE'S NO DENYING THE STRONGER, MORE PREDOMINANT FEATURES ARE THOSE OF...

...OTTO OCTAVIUS!

WHAT A JOURNEY I'VE BEEN ON. FROM SCIENTIST TO SPIDER-MAN'S GREATEST FOE...

...TO THE SUPERIOR MIND THAT TOOK HIS PLACE...

...FOR ALL TOO BRIEF A TIME. NEVER MIND. WHAT MATTERS IS I *SURVIVED!*

AND THAT I AM *BACK*, READY FOR MY GREATEST ADVENTURE OF ALL!

COMPUTER, ACCESS CODE: 8-THETA-8.

WHRRRR

GREETINGS, DOCTOR.

IT HAS BEEN SOME TIME SINCE I'VE NEEDED THIS WEST COAST BASE.

NICE TO SEE EVERYTHING'S RUNNING SMOOTHLY.

STILL, NO TIME FOR DAWDLING. THERE'S WORK TO BE DONE!

COMPUTER, DISPLAY ALL RECENT MEDIA CONCERNING *PARKER INDUSTRIES.*

--STOCK TOOK A TUMB TODAY.

--MASSIVE RECALLS OF PARKER INDUSTRIES' TOP-SELLING WEBWARE--

--REPORTS OF THE DEVICES MALFUNCTIONING--

--CONSUMERS COMPLAINING OF NOSEBLEEDS, VERTIGO, AND

--CLASS-ACTION LAWSUITS NAMING PETER PARKER--

IDIOT! WHY ISN'T PARKER PUTTING A STOP TO THIS?!

I BUILT THAT COMPANY FOR *ME!* FROM THE GROUND UP!

I WAS GOING TO USE IT TO *ADVANCE ALL OF MANKIND!* AND NOW-- HE'S GOING TO *RUIN EVERYTHING!*

ENOUGH! FOR THE SAKE OF ALL THAT IS GOOD...

...YOUR TIME OF RUNNING MY EMPIRE IS OVER!

DO YOU HEAR ME, PARKER?! DO YOU--

BAM!

--WHAT? THIS STATION... IT'S CLEAN.

TOO CLEAN. I HAVEN'T BEEN DOWN HERE IN YEARS. HOW--?

OCTOPUS-SENSE TINGLING!

HAIL HYDRA!

STAND DOWN INTRUDER! IDENTIFY YOURSELF.

"INTRUDER"?! ME?!

OF ALL THE UNMITIGATED GALL!

FIRST PARKER, AND NOW *YOU?!*

ZRAK

ZAPP

GOOD GOD! LOOK AT HIM MOVE!

YOU'RE *PARASITES!* ALL OF YOU!

FEASTING OFF THE FRUITS OF *MY LABORS!*

KRAK

GNHH!

WELL, I SAY *NO MORE!*

IT IS TIME TO *RECLAIM* WHAT IS *MINE!*

AH! LET GO!

TIME FOR YOU ALL TO *PAY* FOR YOUR *EFFRONTERY!*

OR, IN OTHER WORDS...

...THE DIE IS CAST!

SLAM!

THE GUY'S OBVIOUSLY A *SUPER!*

ANYONE KNOW WHICH ONE?!

YOU SAW HIM ON THE WALL! THAT MEANS--

RIGHT! HE'S GOTTA BE ONE OF THE SPIDERS!

FOOLS!

I AM, AND FOREVER SHALL BE, *ONE* SINGULAR BEING--

--AND ONE THAT IS *NO* MERE SPIDER!

I AM *OTTO GUNTHER OCTAVIUS!*

THWAM

KLANG

AKK!

NFF!

POKK

THIS IS *MY* BASE.

AND HERE...

...I AM *ALWAYS* WELL-*ARMED.*

BUT STILL...I CAN'T STAY HERE, CAN I?

HYDRA. WORSE THAN A VERMIN INFESTATION.

NOW THAT THEY KNOW THIS LOCATION...

...WITH THEIR SUPERIOR NUMBERS, THEY'LL KEEP COMING AND COMING.

THERE'LL BE NO END TO THEM.

THAT IS TRUE, HERR DOCTOR, BUT THAT COULD BE TO YOUR *ADVANTAGE.*

WHO?!

ARNIM ZOLA!

THE SO-CALLED SUPREME SCIENTIST OF HYDRA. EXPLAIN YOURSELF!

HYDRA WILL KEEP SENDING MEN TO THIS BASE, OCTAVIUS. BUT IF YOU WISH, THEY COULD WORK FOR YOU.

WHETHER YOU MEANT TO OR NOT, YOU PASSED HYDRA'S FIRST TEST. BY DEFEATING THIS GROUP'S LEADER...

...YOU ARE NOW THE BEST CANDIDATE FOR HIS REPLACEMENT.

AND WHY WOULD I WANT THAT?

BECAUSE WE ALL SHARE THE SAME GOAL...

...THE DESTRUCTION OF PARKER INDUSTRIES. INTERESTED?

YES. FOR NOW.

GOOD. HM. NEW BODY. LET'S SEE. ON A CELLULAR LEVEL...

...THIS LOOKS LIKE SOME OF MILES WARREN'S WORK. WITH A FEW IMPROVEMENTS.

MY IMPROVEMENTS. AND I DON'T INTEND TO STOP THERE...

"...MY MIND IS RACING WITH ALL KINDS OF NEW POSSIBILITIES.

"WITH THE HELP OF THESE NEW MINIONS...

"...THE *VAST* RESOURCES AT HYDRA'S DISPOSAL, AND *MY* UNPARALLELED DESIGNS...

"...I AM READY TO REMAKE MYSELF...

"...TO REACH *MY FULL* POTENTIAL AND BECOME..."

OTTO OCTAVIUS:

THE SUPERIOR OCTOPUS!

DAN SLOTT
WRITER

GIUSEPPE CAMUNCOLI
PENCILER

CAM SMITH
INKER

JASON KEITH
COLORIST

VC'S JOE CARAMAGNA
LETTERER

TO BE CONTINUED IN *AMAZING SPIDER-MAN #29: SECRET EMPIRE!*

NEXT ISSUE:

ZONE